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Holding Co. Inc.; K-M Industries Holding Co.
Inc. ESOP Plan Committee; and CIG ESOP
Plan Committee

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

THOMAS FERNANDEZ and LORA SMITH, individually and on behalf of a class of all others similarly situated, Plaintiffs, v. K-M INDUSTRIES HOLDING CO., INC.; K-M INDUSTRIES HOLDING CO. INC. ESOP PLAN COMMITTEE; WILLIAM E. AND DESIREE B. MOORE REVOCABLE TRUST; ADMINISTRATOR OF THE ESTATE OF WILLIAM E. MOORE, DECEASED; CIG ESOP PLAN COMMITTEE; NORTH STAR TRUST COMPANY; DESIREE B. MOORE REVOCABLE TRUST; WILLIAM E. MOORE MARITAL TRUST; WILLIAM E. MOORE GENERATION-SKIPPING TRUST; and DESIREE B. MOORE, BOTH IN HER INDIVIDUAL CAPACITY AND AS TRUSTEE OF THE WILLIAM E. AND DESIREE B. MOORE REVOCABLE TRUST'S SUCCESSOR TRUSTS NAMED ABOVE, Defendants.	Case No. C06-07339 MJJ **DECLARATION OF HENRY I. BORNSTEIN IN SUPPORT OF [PROPOSED] AMENDED REVISED STIPULATED PROTECTIVE ORDER**

I, Henry I. Bornstein, hereby declare:

1.   I am an attorney duly admitted to practice law in the State of California and in this federal district. I have personal knowledge of the facts stated herein, and if called as a witness, I would and could testify with respect thereto.

2.   I am Of Counsel to the law firm of Lovitt & Hannan, Inc., counsel for Defendants K-M Industries Holding Co., Inc.; K-M Industries Holding Co. Inc. ESOP Plan Committee and CIG ESOP Plan Committee (collectively, the "Corporate Defendants.")

3.   I submit this Declaration in support of the concurrently-filed [Proposed] Amended Revised Stipulated Protective Order.

4.   The Corporate Defendants have begun a rolling production of the electronically stored information ("ESI") of the Corporate Defendants in response to the Plaintiffs' Rule 34 document requests and expect to soon produce substantial amounts of ESI. In accordance with the agreement between Plaintiffs and the Corporate Defendants, this production is being made in the ESI's "native format."

5.   After investigating this issue, I have learned that there is no practical way using current technology to label electronic files produced in native format as Confidential on a "page-by-page" basis, as is required by paragraph 5.3(a) of the Revised Stipulated Protective Order for information produced in documentary form, and that electronic files can only be designated on a "per file" basis.

6.   In order to have a clear statement of the procedure that the parties should follow when designating ESI as "CONFIDENTIAL' or "HIGHLY CONFIDENTIAL – ATTORNEYS' EYES ONLY" under the Protective Order, the Parties have agreed to propose a new paragraph 5.3(d) that deals specifically with the designation of ESI under the protective order by allowing designations to be made on a "per-file" basis for electronically stored information (ESI) being

produced in its native format and establishing an agreed-upon uniform labeling convention for such designations.

I declare under penalty of perjury that the foregoing is true and correct. Executed at San Francisco, California this 25th day of October 2007.

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Henry I. Bornstein